

1 Ronald Lovitt, Bar No. 040921
 2 J. Thomas Hannan, Bar No. 039140
 3 Henry I. Bornstein, Bar No. 75885
 4 Terence F. Young, Bar No. 069943
 5 LOVITT & HANNAN, INC.
 6 900 Front Street, Suite 300
 7 San Francisco, California 94111
 8 Telephone: (415) 362-8769
 9 Facsimile: (415) 362-7528
 10 *rl@lh-sf.com, jth@lh-sf.com, hib@lh-sf.com, tfylaw@earthlink.net*

11 Attorneys for Defendants K-M Industries
 12 Holding Co. Inc.; K-M Industries Holding Co.
 13 Inc. ESOP Plan Committee; and CIG ESOP
 14 Plan Committee

15 **UNITED STATES DISTRICT COURT**

16 **NORTHERN DISTRICT OF CALIFORNIA**

17 **OAKLAND DIVISION**

18 THOMAS FERNANDEZ, LORA SMITH
 19 and TOSHA THOMAS, individually and on
 20 behalf of a class of all others similarly
 21 situated,

22 Plaintiffs,

23 v.
 24 K-M INDUSTRIES HOLDING CO., INC.,
 25 *et al.*,

26 Defendants.

) Case No. C06-07339 CW
)
) **DEFENDANTS K-M INDUSTRIES**
) **HOLDING CO., INC., K-M**
) **INDUSTRIES HOLDING CO. INC.**
) **ESOP PLAN COMMITTEE AND CIG**
) **ESOP PLAN COMMITTEE'S**
) **ADMINISTRATIVE MOTION TO**
) **FILE PORTIONS OF COMBINED**
) **REPLY MEMORANDUM UNDER**
) **SEAL**
)
) **CIVIL LOCAL RULE 79-5(b) and (c)**
)

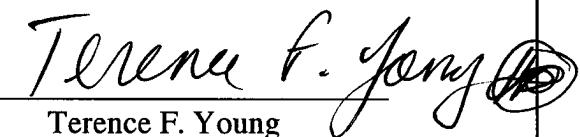
19 Pursuant to Local Rules 7-11 and 79-5(b) and (c), defendants K-M Industries Holding Co.,
 20 Inc., K-M Industries Holding Co., Inc. ESOP Plan Committee and CIG ESOP Plan Committee
 21 ("KMH defendants") hereby move this Court for an order permitting defendants to file portions of
 22 their Combined Reply in Support of Defendants' Motions for Summary Judgment under seal.

23 This application is made because certain information in said Combined Reply is either
 24 privileged or confidential, or both, as set out in more detail in the Declaration of Terence F. Young
 25 in Support of KMH Defendants' Administrative Motion to File Portions of Combined Reply Under

1 Seal, filed and served herewith. Defendants have electronically filed a redacted version of the
2 Combined Reply memorandum. Pursuant to Local Rule 79-5(b) and (c), defendants also have
3 lodged an unredacted version of the Combined Reply, with the sealable portions of the document
4 properly highlighted, with the Clerk of the Court. Defendants have served plaintiffs and the other
5 defendants with unredacted versions of the document by electronic and/or hand delivery.

6 Dated: July 17, 2008

Respectfully submitted,

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8 LOVITT & HANNAN, INC.
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10 By: 
11 Terence F. Young
12 Attorneys for Defendants K-M Industries
13 Holding Co., Inc.; K-M Industries Holding Co.,
14 Inc. ESOP Plan Committee; and CIG ESOP
15 Plan Committee
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